

OFFICE OF THRIFT SUPERVISION

Approval of a Bylaw Amendment

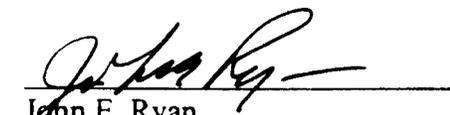
Order No. 98-41

Date: April 20, 1998

Charter One Bank, FSB, Cleveland, Ohio, has filed, pursuant to 12 C.F.R. Section 552.6-1(b), an application with the Office of Thrift Supervision ("OTS") to amend its bylaws to increase the size of its board of directors to twenty directors (the "Application").

The OTS has considered the written analysis and recommendations of the Central Regional Office, Corporate Activities and the Chief Counsel's Office (collectively, the "Staff Memoranda"). For the reasons set forth in the Staff Memoranda, the OTS has concluded that there is an adequate basis to approve the Application. Therefore, OTS hereby approves the Application.

By order of the Director of the Office of Thrift Supervision, or her designee, effective April 20, 1998.


John E. Ryan
Acting Executive Director,
Supervision